

**Independent Registered Municipal Advisor Certificate**  
**September 1, 2015**

**Harris County, Texas, and the Harris County Flood Control District** have retained First Southwest Company as an independent registered municipal advisor ("Municipal Advisor"). **Harris County, Texas, and the Harris County Flood Control District** are represented by and will rely on its Municipal Advisor to provide advice on proposals from financial services firms concerning the issuance of municipal securities and municipal financial products (including investments of bond proceeds and of escrow funds). The individuals with primary responsibility for advising **Harris County, Texas, and the Harris County Flood Control District** on such matters are **Trey Cash and Lester Byrd**. This certificate may be relied upon until February 29, 2016 or otherwise withdrawn by us.

Proposal review by the Municipal Advisor will be at the direction of **Harris County, Texas, and the Harris County Flood Control District** and subject to the professional judgment of **Harris County, Texas, and the Harris County Flood Control District** and the Municipal Advisor. **Harris County, Texas, and the Harris County Flood Control District** in their sole discretion may choose which proposals will be reviewed, and may choose to request the Municipal Advisor to review or not review particular proposals. By submitting a proposal, a financial services firm acknowledges it has no recourse against the **Harris County, Texas, and the Harris County Flood Control District** or the Municipal Advisor related to any action or inaction with respect to evaluating, commenting on, or responding to proposals received.

At the direction of **Harris County, Texas, and the Harris County Flood Control District**, proposals shall be provided to the Municipal Advisor in a searchable PDF format.

By publicly posting the following written disclosure, **Harris County, Texas, and the Harris County Flood Control District** intend that market participants receive and use it for purposes of the independent registered municipal advisor exemption to the SEC Municipal Advisor Rule.